



**NORTH DAKOTA BUSINESS
OR FARMING LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION**
SECRETARY OF STATE
SFN 58701 (07-2008)

FOR OFFICE USE ONLY

ID Number:	
WO Number:	
Filed:	By:

FILING FEE: \$ 135.00

ATTACHMENT: Initial Report for Farming or Ranching is required of limited liability companies engaged in farming or ranching.

TYPE OR PRINT LEGIBLY

SEE REVERSE SIDE FOR FEES, FILING AND MAILING INSTRUCTIONS.

The undersigned natural persons of the age of eighteen years or more, acting as organizers, adopt the following Articles of Organization according to:

- (check one) North Dakota Limited Liability Company Act (North Dakota Century Code, Chapter 10-32) (for general business purposes)
 North Dakota Corporate or Limited Liability Company Farming Act (North Dakota Century Code, Chapter 10-06.1)

Article 1. Name of Limited Liability Company

Article 2.A. Name of **commercial** registered agent in North Dakota **OR** **2.B.** Name of **noncommercial** registered agent in North Dakota

2.C. Address of **noncommercial** registered agent in North Dakota: (Street/RR, PO Box, City, State, Zip+4) **May not be only a post office box.**

Article 3. The Limited Liability Company shall be effective

- (check one) When filed with the Secretary of State
 Later on _____
(month, day, year)

Article 4. The existence of the limited liability company shall be perpetual, **OR**

Article 5. Purposes for which the Limited Liability Company is organized are general business purposes, **OR**

Article 6. Other provisions elected for inclusion

Article 7. The name and address of each organizer

NAME	Street/RR	COMPLETE MAILING ADDRESS			
		PO Box	City	State	Zip+4

"The above named organizers, have read the foregoing Articles of Organization, know the contents, and believe the statements made therein to be true. I further authorize the Secretary of State to correct Articles 2. A. or 2. B. if not correctly reflected."

Signature	Date
Signature	Date
Signature	Date
Name of person to contact about this document	E-Mail Address
Daytime telephone # and extension, if any	

NORTH DAKOTA BUSINESS OR FARMING LIMITED LIABILITY COMPANY ARTICLES OF ORGANIZATION

North Dakota Century Code, (N.D.C.C.), Chapter 10-32 allows the formation of a limited liability company (LLC) for general business purposes. N.D.C.C., Chapter 10-06.1 allows the formation of a LLC to engage in farming or ranching. A LLC is established when articles of organization are filed with the Secretary of State or at a later date as specified in the articles of organization.

FILING FEES: \$135. If the LLC selects a name that is the same as or deceptively similar to the name of another organization name registered with the Secretary of State, an additional \$10 is required for filing each consent to use of name. (Checks must be payable to "Secretary of State" and must be for U.S. negotiable funds. Payment may also be made by credit card using VISA, Master Card, or Discover.)

ATTACHMENTS: Articles of organization of a LLC engaged in farming or ranching must be accompanied by the **Initial Report for Farming or Ranching**. For a form, contact the Secretary of State's Office.

The sentence immediately above article 1 is declaring the organizers as being eighteen years of age. Check the box of the North Dakota Century Code to designate governance. If engaged in general business purposes, check the first box. If engaged in farming or ranching, check "North Dakota Corporate or Limited Liability Company Farming Act". If a box is not checked and the name or purpose does not indicate otherwise, the LLC will be established for general business purposes.

The following article numbers correspond to the numbered sections on the front of this form.

ARTICLE 1. Provide the name of the LLC. The name must be in the English language or in any other language expressed in English letters or characters. The name must include the words "limited liability company", or must contain the abbreviation "L.L.C." or "LLC".

The name of the LLC may not include such words as "bank", "banker", "banking", "trust", or "trust company", or any other word or words of like import unless the articles are supported by a written approval for the use from the North Dakota Department of Financial Institutions. These words are preserved by North Dakota law for use by the Bank of North Dakota, state and national banks, and trust companies. Contact Information:

ND Dept. of Financial Institutions
2000 Schafer St Ste G
Bismarck ND 58501-1204
Phone: (701) 328-9933
Email: dfi@nd.gov

The name may not be the same as, or deceptively similar to, any other corporate name, LLC name, limited partnership name, limited liability limited partnership name, or a name that is in any manner reserved with the Secretary of State. The name may be used if the articles of organization are accompanied by a signed consent to use of name from the holder of the previously registered name and \$10, or by a certified copy of a judgment of a court in this state establishing the prior right of the applicant to the use of the name.

Filing of the articles of organization with the Secretary of State provides protection of the name in North Dakota. However; if a mark is registered with the Patent and Trademark Office in Washington, D.C., the federal registration may supersede the protection afforded by state law.

ARTICLE 2. A limited liability company must continuously maintain a commercial or noncommercial registered agent and address in North Dakota. A limited liability company cannot serve itself as its registered agent.

A commercial registered agent must be registered as a commercial registered agent with the North Dakota Secretary of State. The appointed agent can verify their status as a commercial registered agent from their acknowledged filing and from the list of commercial registered agents maintained on the Secretary of State's website at www.nd.gov/sos.

A noncommercial registered agent may be one of the following:

- a) An individual residing in North Dakota,
- b) A domestic or foreign corporation, or
- c) A domestic or foreign limited liability company.

A corporation or limited liability company appointed as a noncommercial registered agent must be registered with the Secretary of State, be in good standing, and have a business address in North Dakota. If a corporation or limited liability company is named as a noncommercial registered agent, provide the "correct" name of the organization.

Seek the approval of the party before naming them as the commercial or noncommercial registered agent. Proof of the approval is not required to be filed with the Secretary of State.

ARTICLE 2.A. If a commercial registered agent is being appointed, provide the correct name as registered with the North Dakota Secretary of State. If the name in Article 2. A. is not the same as registered by the commercial registered agent, the name will be corrected by the Secretary of State when the document is received.

OR

ARTICLE 2.B. If a noncommercial registered agent is being appointed, provide the correct name. If a corporation or another limited liability company is appointed as registered agent and the name of that organization in Article 2. B. is not the same as registered, the name will be corrected by the Secretary of State when the document is received.

ARTICLE 2.C. If a noncommercial registered agent is being appointed, provide the complete address which may not be only a post office box. **Leave this line blank if a commercial registered agent is appointed.**

ARTICLE 3. Check the box for the desired effective date. Articles of organization may be effective at the time the certificate of organization is issued by the Secretary of State or within 90 days after the certificate is issued. If a later date is specified, include the month, day, and year. If neither box is checked, the articles of organization will be effective when the Secretary of State issues the certificate of organization.

ARTICLE 4. No addition is required to this section if the LLC is intended to exist perpetually or indefinitely. If a specific period of existence is desired, provide the number of years of intended existence, or a specific date on which termination is to occur. If a specific termination date or period is specified, an amendment is required to the articles of organization if the LLC wishes to continue its existence beyond that date.

ARTICLE 5. Provide the purpose of the LLC. A LLC may organize for any lawful purpose. The Secretary of State will accept articles of organization with "any lawful purpose" unless the name or any other aspect of the articles indicates a purpose that may be questionable. A general business LLC may not engage in banking, farming, ranching, or insurance as an insurance company that backs claims. A general business LLC may be an insurance agency selling or servicing insurance products.

If a LLC has chosen a very general name and availability cannot be determined on the basis of the name alone, a LLC may be asked to consider addition of specific purposes to facilitate the name availability process.

